



QUARTERLY STATEMENT

AS OF JUNE 30, 2007
OF THE CONDITION AND AFFAIRS OF THE

UnitedHealthcare Plan of the River Valley, Inc.

NAIC Group Code	0707	0707	NAIC Company Code	95378	Employer's ID Number	36-3379945
	(Current Period)	(Prior Period)				
Organized under the Laws of	Illinois	State of Domicile or Port of Entry	Illinois			
Country of Domicile	United States					
Licensed as business type:	Life, Accident & Health []	Property/Casualty []	Dental Service Corporation []			
	Vision Service Corporation []	Other []	Health Maintenance Organization [X]			
	Hospital, Medical & Dental Service or Indemnity []	Is HMO, Federally Qualified? Yes [] No [X]				
Incorporated/Organized	08/05/1985	Commenced Business	12/19/1985			
Statutory Home Office	1300 River Drive	Moline, IL 61265				
	(Street and Number)	(City or Town, State and Zip Code)				
Main Administrative Office	1300 River Drive	Moline, IL 61265	309-736-4600			
	(Street and Number)	(City or Town, State and Zip Code)	(Area Code) (Telephone Number)			
Mail Address	1300 River Drive, Suite 200	Moline, IL 61265				
	(Street and Number or P.O. Box)	(City or Town, State and Zip Code)				
Primary Location of Books and Records	1300 River Drive	Moline, IL 61265	309-757-6285			
	(Street and Number)	(City or Town, State and Zip Code)	(Area Code) (Telephone Number)			
Internet Website Address	UHCRiverValley.com					
Statutory Statement Contact	Joan G. Mincer	309-757-6285				
	(Name)	(Area Code) (Telephone Number) (Extension)				
	Joan_G.Mincer@UHC.com	888-250-1769				
	(E-Mail Address)	(Fax Number)				
Policyowner Relations Contact	1300 River Drive	Moline, IL 61265	309-736-4600			
	(Street and Number)	(City or Town, State and Zip Code)	(Area Code) (Telephone Number) (Extension)			

OFFICERS

Name	Title	Name	Title
Richard Lowell Bartsh M.D.	President	James Alan Cousins	Treasurer
Victoria Jane Graves	Secretary		

OTHER OFFICERS

Bruce Chase Steffens M.D.	Chief Medical Officer	Daniel Roger Kueter #	Executive Vice President
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DIRECTORS OR TRUSTEES

Richard Lowell Bartsh M.D.	James Edward Hecker	William Kenneth Appelgate Ph.D.	Cathie Sue Whiteside
Victoria Jean Kauzlarich	Forrest Gregory Burke	William Ernest Moeller	James Alan Cousins #
Thomas Patrick Wiffler	Bruce Chase Steffens M.D. #		

State of Illinois
County of Rock Island ss

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

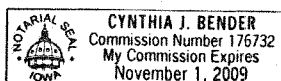
Richard Lowell Bartsh, M.D. President	James Alan Cousins Treasurer	Victoria Jane Graves Secretary

Subscribed and sworn to before me this
19 day of October, 2007

a. Is this an original filing? Yes [] No [X]

b. If no,

1. State the amendment number	0
2. Date filed	10/19/2007
3. Number of pages attached	2





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October 12, 2007

STATEMENT OF ACTUARIAL OPINION

Statutory Quarterly Statement of United Healthcare Plan of the River Valley, Inc.
Medicaid Risk Business in Middle Tennessee
As of and for the Period Ended June 30, 2007

I, Jed L. Linfield, am a Member of the American Academy of Actuaries (Academy) and am Director of Actuarial Reserving Services for United Healthcare Plan of the River Valley, Inc. I meet the Academy qualification standards for rendering this statement of actuarial opinion.

This statement is for United Healthcare Plan of the River Valley, Inc.'s Medicaid risk business in Middle Tennessee, which had approximately 170,000 members in June 2007. This business became effective April 1, 2007.

I have examined the actuarial assumptions and methods used in determining the loss reserves listed below, as prepared for filing with regulatory officials as of June 30, 2007.

I have determined that the appropriate level for claims liability for this block of business is \$71,687,432.

Note that in the filed quarterly statement, both Medicaid and non-Medicaid business was combined.

I have relied upon information supplied by responsible officers of employees of United Healthcare Plan of the River Valley, Inc. as to the accuracy and completeness of listings and summaries of policies and contracts in force and other information underlying the loss reserves. In other respects, my examination included such review of the actuarial assumptions and actuarial methods and such test of actuarial calculations as I considered necessary in the circumstances. My examination considered the need for cash flow testing, but none was performed because such tests were determined to be unnecessary. The cash flows associated with United Healthcare Plan of the River Valley, Inc.'s products and investments are believed to be relatively insensitive to influences such as changes in economic conditions.

In my opinion the amounts carried in the balance sheet on account of the actuarial items identified above:

- a) Are computed in accordance with presently accepted actuarial standards consistently applied and are fairly stated in accordance with sound actuarial principles;
- b) Are based on actuarial assumptions which are in accordance with or stronger than those called for in related contract provisions and are appropriate for the purpose for which the statement was prepared;
- c) Meet the requirements of the laws of the State of Tennessee;
- d) Make good and sufficient provision for all unpaid claims and other actuarial liabilities of the organization guaranteed under the terms of its contracts and agreements;
- e) Are computed on the basis of actuarial assumptions and methods consistent in all material respects with those used in computing the corresponding items in the annual statement of the preceding year-end; and
- f) Include provision, in the aggregate, for all actuarial reserves and related statement items which ought to be established.

The actuarial methods, considerations and analyses used in forming my opinion conform to the appropriate Standards of Practice as promulgated from time to time by the Actuarial Standards Board, whose standards form the basis of this statement of opinion.

This statement has been prepared for inclusion with United Healthcare Plan of the River Valley, Inc.'s statutory quarterly statement for filing with regulatory authorities of the State of Tennessee and is intended for no other purpose.

October 12, 2007



Jed L. Linfield
Fellow, Society of Actuaries
Member, American Academy of Actuaries
AmeriChoice of New Jersey
8045 Leesburg Pike, Sixth Floor
Vienna, Virginia 22182



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October 12, 2007

STATEMENT OF ACTUARIAL OPINION

Statutory Quarterly Statement of United Healthcare Plan of the River Valley, Inc.
Medicaid non-Risk Business in Eastern Tennessee
As of and for the Period Ended June 30, 2007

I, Jed L. Linfield, am a Member of the American Academy of Actuaries (Academy) and am Director of Actuarial Reserving Services for United Healthcare Plan of the River Valley, Inc. I meet the Academy qualification standards for rendering this statement of actuarial opinion.

This statement is for United Healthcare Plan of the River Valley, Inc.'s Medicaid non-risk business in Eastern Tennessee, which had approximately 79,000 members in June 2007.

I have examined the actuarial assumptions and methods used in determining the loss reserves listed below, as prepared for filing with regulatory officials as of June 30, 2007.

I have determined that the appropriate level for claims liability for this block of business is \$26,933,330.

This business is Administrative Services Only; the liability is not the liability of United Healthcare Plan of the River Valley, Inc.

Note that in the filed quarterly statement, both Medicaid and non-Medicaid business was combined.

I have relied upon information supplied by responsible officers of employees of United Healthcare Plan of the River Valley, Inc. as to the accuracy and completeness of listings and summaries of policies and contracts in force and other information underlying the loss reserves. In other respects, my examination included such review of the actuarial assumptions and actuarial methods and such test of actuarial calculations as I considered necessary in the circumstances. My examination considered the need for cash flow testing, but none was performed because such tests were determined to be unnecessary. The cash flows associated with United Healthcare Plan of the River Valley, Inc.'s products and investments are believed to be relatively insensitive to influences such as changes in economic conditions.

In my opinion the amounts calculated above and/or carried in the balance sheet on account of the actuarial items identified above:

- a) Are computed in accordance with presently accepted actuarial standards consistently applied and are fairly stated in accordance with sound actuarial principles;
- b) Are based on actuarial assumptions which are in accordance with or stronger than those called for in related contract provisions and are appropriate for the purpose for which the statement was prepared;
- c) Meet the requirements of the laws of the State of Tennessee;
- d) Make good and sufficient provision for all unpaid claims and other actuarial liabilities of the organization guaranteed under the terms of its contracts and agreements;
- e) Are computed on the basis of actuarial assumptions and methods consistent in all material respects with those used in computing the corresponding items in the annual statement of the preceding year-end; and
- f) Include provision, in the aggregate, for all actuarial reserves and related statement items which ought to be established.

The actuarial methods, considerations and analyses used in forming my opinion conform to the appropriate Standards of Practice as promulgated from time to time by the Actuarial Standards Board, whose standards form the basis of this statement of opinion.

This statement has been prepared for inclusion with United Healthcare Plan of the River Valley, Inc.'s statutory quarterly statement for filing with regulatory authorities of the State of Tennessee and is intended for no other purpose.

October 12, 2007



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